

Fill in this information to identify your case:

United States Bankruptcy Court for the:

EASTERN DISTRICT OF WISCONSIN

Case number (if known) _____

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/19

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>H2D Motorcycle Ventures, LLC</u>		
2. All other names debtor used in the last 8 years	Include any assumed names, trade names and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)	<u>81-1642282</u>		
4. Debtor's address	Principal place of business <u>1925 S. Moorland Road New Berlin, WI 53151</u> Number, Street, City, State & ZIP Code	Mailing address, if different from principal place of business <u>P.O. Box, Number, Street, City, State & ZIP Code</u>	
	<u>Waukesha County</u>	Location of principal assets, if different from principal place of business <u>Number, Street, City, State & ZIP Code</u>	
5. Debtor's website (URL)			
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

Debtor H2D Motorcycle Ventures, LLC Name _____ Case number (*if known*) _____

7. Describe debtor's business A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4412

8. Under which chapter of the Bankruptcy Code is the debtor filing? Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years? No. Yes.

If more than 2 cases, attach a separate list.

District _____ When _____ Case number _____
District _____ When _____ Case number _____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor? No Yes.

List all cases. If more than 1, attach a separate list

Debtor _____ Relationship _____
District _____ When _____ Case number, if known _____

Debtor **H2D Motorcycle Ventures, LLC** _____ Case number (if known) _____
Name _____

11. Why is the case filed in this district? Check all that apply:

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
 A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No
 Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.
What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property? _____ Number, Street, City, State & ZIP Code

Is the property insured?

No
 Yes. Insurance agency _____
Contact name _____
Phone _____

Statistical and administrative information

13. Debtor's estimation of available funds Check one:

Funds will be available for distribution to unsecured creditors.
 After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 25,001-50,000
<input type="checkbox"/> 50-99	<input type="checkbox"/> 5001-10,000	<input type="checkbox"/> 50,001-100,000
<input type="checkbox"/> 100-199	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> More than 100,000
<input type="checkbox"/> 200-999		

15. Estimated Assets

<input type="checkbox"/> \$0 - \$50,000	<input checked="" type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

16. Estimated Liabilities

<input type="checkbox"/> \$0 - \$50,000	<input checked="" type="checkbox"/> \$1,000,001 - \$10 million	<input type="checkbox"/> \$500,000,001 - \$1 billion
<input type="checkbox"/> \$50,001 - \$100,000	<input type="checkbox"/> \$10,000,001 - \$50 million	<input type="checkbox"/> \$1,000,000,001 - \$10 billion
<input type="checkbox"/> \$100,001 - \$500,000	<input type="checkbox"/> \$50,000,001 - \$100 million	<input type="checkbox"/> \$10,000,000,001 - \$50 billion
<input type="checkbox"/> \$500,001 - \$1 million	<input type="checkbox"/> \$100,000,001 - \$500 million	<input type="checkbox"/> More than \$50 billion

Debtor

H2D Motorcycle Ventures, LLC

Name

Case number (if known)

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 16, 2019
MM / DD / YYYY

X /s/ Eric Pomeroy

Signature of authorized representative of debtor

Eric Pomeroy

Printed name

Title CEO

18. Signature of attorney

X /s/ Robert L. Rattet

Signature of attorney for debtor

Date July 16, 2019

MM / DD / YYYY

Robert L. Rattet 1674118

Printed name

Rattet PLLC

Firm name

202 Mamaroneck Avenue

Suite 300

White Plains, NY 10601

Number, Street, City, State & ZIP Code

Contact phone +1-914-381-7400

Email address rrattet@rattetlaw.com

1674118 NY

Bar number and State

Fill in this information to identify the case:

Debtor name H2D Motorcycle Ventures, LLC

United States Bankruptcy Court for the: EASTERN DISTRICT OF WISCONSIN

Case number (if known) _____

Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
 Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
 Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
 Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
 Schedule H: Codebtors (Official Form 206H)
 Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
 Amended Schedule
 Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
 Other document that requires a declaration

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 15, 2019

X/s/ Eric Pomeroy

Signature of individual signing on behalf of debtor

Eric Pomeroy

Printed name

CEO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **Eastern District of Wisconsin**

Case number (if known): _____

Check if this is an
amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Ace Product 15360 Watertown Plank Roa Elm Grove, WI 53122						\$1,869.95
BAKER TILLY P.O. Box 78975 Milwaukee, WI 53278-8975						\$14,570.03
Bravado 245 Fifth Avenue, 8th FL New York, NY 10016						\$18,270.76
CAR BRD WI JANE LLC 8270 Greensboro Dr Suite 950 Mc Lean, VA 22102		Rent arrears	Unliquidated			\$88,000.00
City of New Berlin 3805 Casper Drive New Berlin, WI 53151						\$4,514.88
Dart World 140 Linwood Street Lynn, MA 01905						\$2,209.91
Elead P.O. Box 2585 Valdosta, GA						\$6,808.00
FCP 3222 East Washington Blvd Los Angeles, CA 90058						\$8,511.08
Halo/CSE 5400 S. Westridge Drive P.O. Box 510941 New Berlin, WI 53151						\$14,795.25

Debtor **H2D Motorcycle Ventures, LLC**
Name

Case number (*if known*)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
HDDS 9885 Rockside Road Suite 100 Valley View, OH 44125						\$11,521.09
Meissenburg 11890 Montana Highway 83 Bigfork, MT 59911						\$1,889.75
MMR Motors 11310 W. Silver Spring Rd Milwaukee, WI 53225						\$100,000.00
Parts Unlimited 3511 Kennedy Road PO Box 5222 Janesville, WI 53547						\$7,185.37
Pitney Bowes P.O. Box 371887 Pittsburgh, PA 15250-7887						\$2,102.80
RK Stratman P.O. Box 840152 Kansas City, MO 64184-0152						\$8,425.54
SGI 3 University Plaza Suite 400 Hackensack, NJ 07601						\$5,198.83
Super Shox 20 North Slussier Street Grayslake, IL 60030						\$3,912.45
UHC PO Box 94017 Palatine, IL 60094						\$5,581.18
WIS HD 1280 Blue Ribbon Drive Oconomowoc, WI 53066						\$285,424.05
Wolverine 2063 S 116th Street Milwaukee, WI 53227						\$15,117.79

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 206Sum Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from Schedule A/B.....	\$ 0.00
1b. Total personal property: Copy line 91A from Schedule A/B.....	\$ 5,698,014.95
1c. Total of all property: Copy line 92 from Schedule A/B.....	\$ 5,698,014.95

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)

Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D..... \$ **4,789,437.47**

3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)

3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F.....	\$ 0.00
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F.....	+\$ 1,014,136.39

4. Total liabilities

Lines 2 + 3a + 3b
\$ **5,803,573.86**

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

No. Go to Part 2.

Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of
debtor's interest

\$8,080.51

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts (*Identify all*)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number	
3.1. Johnson Bank	business savings	6331	\$27,074.95
3.2. Johnson Bank	Checking	0746	\$4,813.33

4. Other cash equivalents (*Identify all*)

4.1. Credit Card Holding as of 5/21/19	\$4,547.30
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5. Total of Part 1.

\$44,516.09

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

No. Go to Part 3.

Yes Fill in the information below.

Debtor H2D Motorcycle Ventures, LLC _____ Case number (*if known*) _____
Name _____

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

No. Go to Part 4.

Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less:	<u>936,287.72</u>	-	<u>0.00</u> =	<u>\$936,287.72</u>
	face amount		doubtful or uncollectible accounts	

11a. 90 days old or less:	<u>189,678.71</u>	-	<u>0.00</u> =	<u>\$189,678.71</u>
	face amount		doubtful or uncollectible accounts	

11a. 90 days old or less:	<u>774,925.82</u>	-	<u>0.00</u> =	<u>\$774,925.82</u>
	face amount		doubtful or uncollectible accounts	

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$1,900,892.25

Part 4: Investments

13. Does the debtor own any investments?

No. Go to Part 5.

Yes Fill in the information below.

Part 5: Inventory, excluding agriculture assets

18. Does the debtor own any inventory (excluding agriculture assets)?

No. Go to Part 6.

Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress				
21.	Finished goods, including goods held for resale As of 5/21/19 at book value			<u>\$0.00</u>	<u>Recent cost</u>
					<u>\$1,805,417.62</u>

22. **Other inventory or supplies**

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$1,805,417.62

24. Is any of the property listed in Part 5 perishable?

No

Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

No

Debtor H2D Motorcycle Ventures, LLC _____ Case number (*if known*) _____
Name _____

Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No
 Yes

Part 6: **Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

No. Go to Part 7.

Yes Fill in the information below.

Part 7: **Office furniture, fixtures, and equipment; and collectibles**

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

No. Go to Part 8.

Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39. Office furniture				
40. Office fixtures				
41. Office equipment, including all computer equipment and communication systems equipment and software Various office equipment, building and leasehold improvements, shop equipment, computers, company vehicles, training vehicles and other depreciable assets (net of depreciation)		\$0.00		\$254,480.64

42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.
Add lines 39 through 42. Copy the total to line 86.

\$254,480.64

44. Is a depreciation schedule available for any of the property listed in Part 7?
 No
 Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?
 No
 Yes

Part 8: **Machinery, equipment, and vehicles**

46. Does the debtor own or lease any machinery, equipment, or vehicles?

No. Go to Part 9.

Yes Fill in the information below.

	General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
--	--	---	---	------------------------------------

Debtor H2D Motorcycle Ventures, LLC Case number (*if known*) _____
Name _____

47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles

47.1. See B21 \$0.00 \$0.00

48. Watercraft, trailers, motors, and related accessories *Examples:* Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

49. Aircraft and accessories

50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)

51. Total of Part 8.

Add lines 47 through 50. Copy the total to line 87.

\$0.00

52. Is a depreciation schedule available for any of the property listed in Part 8?

- No
 Yes

53. Has any of the property listed in Part 8 been appraised by a professional within the last year?

- No
 Yes

Part 9. Real property

54. Does the debtor own or lease any real property?

- No. Go to Part 10.
 Yes Fill in the information below.

Part 10. Intangibles and intellectual property

59. Does the debtor have any interests in intangibles or intellectual property?

- No. Go to Part 11.
 Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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60. Patents, copyrights, trademarks, and trade secrets

61. Internet domain names and websites
www.irontownhd.com \$0.00 Unknown

62. Licenses, franchises, and royalties
Harley-Davidson dealership rights \$0.00 Unknown

Harley-Davidson Franchise agreement \$0.00 Unknown

63. Customer lists, mailing lists, or other compilations
Customer, mailing lists \$0.00 Unknown

64. Other intangibles, or intellectual property

Debtor H2D Motorcycle Ventures, LLC _____ Case number (*if known*) _____
Name _____

Covenant not to compete less accumulated amortization \$0.00 \$10,416.65

65. Goodwill
At book value, less accumulated amortization \$0.00 \$1,682,291.70

66. **Total of Part 10.** \$1,692,708.35
Add lines 60 through 65. Copy the total to line 89.

67. **Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?**
 No
 Yes

68. **Is there an amortization or other similar schedule available for any of the property listed in Part 10?**
 No
 Yes

69. **Has any of the property listed in Part 10 been appraised by a professional within the last year?**
 No
 Yes

Part 11: All other assets

70. **Does the debtor own any other assets that have not yet been reported on this form?**
Include all interests in executory contracts and unexpired leases not previously reported on this form.

- No. Go to Part 12.
 Yes Fill in the information below.

Current value of debtor's interest

71. **Notes receivable**
Description (include name of obligor)
72. **Tax refunds and unused net operating losses (NOLs)**
Description (for example, federal, state, local)
73. **Interests in insurance policies or annuities**
74. **Causes of action against third parties (whether or not a lawsuit has been filed)**
75. **Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims**

Claims against Harley-Davidson Motor Corporation

Unknown

Nature of claim	Breach of contract, tortious interference of contract, unfair competition
Amount requested	\$0.00

76. **Trusts, equitable or future interests in property**
77. **Other property of any kind not already listed** Examples: Season tickets, country club membership

Debtor H2D Motorcycle Ventures, LLC
Name _____ Case number (*if known*) _____

78. **Total of Part 11.**

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. **Has any of the property listed in Part 11 been appraised by a professional within the last year?**

- No
 Yes

Debtor H2D Motorcycle Ventures, LLC _____ Case number (*if known*) _____
Name _____

Part 12: **Summary**

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1</i>	<u>\$44,516.09</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$1,900,892.25</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$1,805,417.62</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$254,480.64</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9</i>>		<u>\$0.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$1,692,708.35</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+ \$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<u>\$5,698,014.95</u>	<u>+ 91b. \$0.00</u>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<u>\$5,698,014.95</u>

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

		Column A Amount of claim	Column B Value of collateral that supports this claim
2.1	Byline Bank <small>Creditor's Name</small> 500 W. Elm Grove Road Suite 104 Elm Grove, WI 53122 <small>Creditor's mailing address</small>	Describe debtor's property that is subject to a lien All Assets	\$1,640,076.38 \$0.00
	<small>Creditor's email address, if known</small>	Describe the lien UCC Financing Statement Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H)	
	<small>Date debt was incurred</small>	As of the petition filing date, the claim is: Check all that apply <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed	
2.2	Harley-Davidson Credit <small>Creditor's Name</small> 1801 Alma Dr, Suite 200 Plano, TX 75075 <small>Creditor's mailing address</small>	Describe debtor's property that is subject to a lien All assets	\$3,149,361.09 \$0.00
	<small>Creditor's email address, if known</small>	Describe the lien UCC Financing Statement Is the creditor an insider or related party? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes Is anyone else liable on this claim? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Fill out Schedule H: Codebtors (Official Form 206H)	
	<small>Date debt was incurred</small>	As of the petition filing date, the claim is: Check all that apply	
	<small>Last 4 digits of account number</small>		
	<small>Do multiple creditors have an interest in the same property?</small>		

Debtor H2D Motorcycle Ventures, LLC

Case number (if known)

No

Yes. Specify each creditor, including this creditor and its relative priority.

Contingent
 Unliquidated
 Disputed

2.3	Hewlett-Packard Financial Creditor's Name	Describe debtor's property that is subject to a lien Copy machine	Unknown	\$0.00
	200 Connell Drive Berkeley Heights, NJ 07922			
	Creditor's mailing address			
	Creditor's email address, if known			
	Date debt was incurred			
	Last 4 digits of account number			
	Do multiple creditors have an interest in the same property?	As of the petition filing date, the claim is: Check all that apply		
	<input checked="" type="checkbox"/> No	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Yes. Specify each creditor, including this creditor and its relative priority.	<input checked="" type="checkbox"/> Unliquidated		
		<input type="checkbox"/> Disputed		

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Name and address

On which line in Part 1 did you enter the related creditor?

**Last 4 digits of
account number for
this entity**

**Dan Fleming, Esq.
Wong Fleming
821 Alexander Rd
Suite 200
Princeton, NJ 08544**

Line 22

**Daniel Habeck, Esq.
Cramer, Multhauf & Hames,
1601 E. Racine Ave.
Suite 200
Waukesha, WI 53186**

Line 2.1

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- No. Go to Part 2.
 Yes. Go to line 2.

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

	Amount of claim
3.1 Nonpriority creditor's name and mailing address Ace Product 15360 Watertown Plank Rd Elm Grove, WI 53122 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$1,869.95 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.2 Nonpriority creditor's name and mailing address ALSCO P.O. Box 26737 Milwaukee, WI 53226-0737 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$866.02 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.3 Nonpriority creditor's name and mailing address American Accessories 20382 Hermana Circle Irvine, CA 92618 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$1,581.28 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.4 Nonpriority creditor's name and mailing address AQUA P.O. Box 844803 Los Angeles, CA 90084-4803 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$479.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)	
Name			
3.5	Nonpriority creditor's name and mailing address ARAMARK 25259 Network Place Chicago, IL 60673	As of the petition filing date, the claim is: Check all that apply.	\$435.19
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.6	Nonpriority creditor's name and mailing address AREA RENTAL 16205 W. Rogers Drive New Berlin, WI 53151	As of the petition filing date, the claim is: Check all that apply.	\$1,117.76
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.7	Nonpriority creditor's name and mailing address ATIS ELEVATOR INSPECTIONS 1002 Courtaulds Unit C Woodstock, IL 60098	As of the petition filing date, the claim is: Check all that apply.	\$71.50
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.8	Nonpriority creditor's name and mailing address BAKER TILLY P.O. Box 78975 Milwaukee, WI 53278-8975	As of the petition filing date, the claim is: Check all that apply.	\$14,570.03
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.9	Nonpriority creditor's name and mailing address BMI P.O. Box 630893 Cincinnati, OH 45263-0893	As of the petition filing date, the claim is: Check all that apply.	\$68.46
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.10	Nonpriority creditor's name and mailing address Bravado 245 Fifth Avenue, 8th FL New York, NY 10016	As of the petition filing date, the claim is: Check all that apply.	\$18,270.76
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.11	Nonpriority creditor's name and mailing address BW Designs 202 Moravian Valley Road Waunakee, WI 53597	As of the petition filing date, the claim is: Check all that apply.	\$423.94
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)	
Name			
3.12	Nonpriority creditor's name and mailing address CAR BRD WI JANE LLC 8270 Greensboro Dr Suite 950 Mc Lean, VA 22102	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$0.00
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: Cross Guaranty for JHD Lease		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.13	Nonpriority creditor's name and mailing address CAR BRD WI JANE LLC 8270 Greensboro Dr Suite 950 Mc Lean, VA 22102	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$88,000.00
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: Rent arrears		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.14	Nonpriority creditor's name and mailing address Ciro 1310 Gateway Circle Hudson, WI 54016	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$552.00
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: <u> </u>		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.15	Nonpriority creditor's name and mailing address Citizens Watch P.O. Box 36138 Newark, NJ 07188	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,725.20
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: <u> </u>		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.16	Nonpriority creditor's name and mailing address City of New Berlin 3805 Casper Drive New Berlin, WI 53151	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$4,514.88
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: <u> </u>		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.17	Nonpriority creditor's name and mailing address Close Publications N50 W25172 William Drive Pewaukee, WI 53072	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$1,000.00
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: <u> </u>		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.18	Nonpriority creditor's name and mailing address Coastal Pet P.O. Box 863628 Orlando, FL 32886	As of the petition filing date, the claim is: <i>Check all that apply.</i>	\$128.45
	<input type="checkbox"/> Contingent		
	<input type="checkbox"/> Unliquidated		
	<input type="checkbox"/> Disputed		
	Basis for the claim: <u> </u>		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor	H2D Motorcycle Ventures, LLC Name	Case number (if known)	
3.19	Nonpriority creditor's name and mailing address Cometic Gasket 809 Auburn Road Painesville, OH 44077 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$40.06
3.20	Nonpriority creditor's name and mailing address Complete Office P.O. Box 640 Germantown, WI 53022 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$0.00
3.21	Nonpriority creditor's name and mailing address Culligan Dept. 8501 P.O. Box 77043 Minneapolis, MN 55480 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$337.32
3.22	Nonpriority creditor's name and mailing address Cycle Care P.O. Box 954325 Saint Louis, MO 63195-4325 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$270.24
3.23	Nonpriority creditor's name and mailing address Dart World 140 Linwood Street Lynn, MA 01905 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,209.91
3.24	Nonpriority creditor's name and mailing address Date Co. 10125 South 52nd Street Franklin, WI 53132 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$156.60
3.25	Nonpriority creditor's name and mailing address Davians 16300 W. Silver Spring Dr Menomonee Falls, WI 53051 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$175.80

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)	
Name _____			
3.26	Nonpriority creditor's name and mailing address Dealertrack	As of the petition filing date, the claim is: Check all that apply.	\$199.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.27	Nonpriority creditor's name and mailing address Diversified W186 S9038 Cardinal Drive Muskego, WI 53150	As of the petition filing date, the claim is: Check all that apply.	\$100.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.28	Nonpriority creditor's name and mailing address Elead P.O. Box 2585 Valdosta, GA	As of the petition filing date, the claim is: Check all that apply.	\$6,808.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.29	Nonpriority creditor's name and mailing address Express P.O. Box 532 Oak Creek, WI 53154	As of the petition filing date, the claim is: Check all that apply.	\$400.00
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.30	Nonpriority creditor's name and mailing address Fastenal P.O. Box 978 Winona, MN 55987-0978	As of the petition filing date, the claim is: Check all that apply.	\$92.25
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.31	Nonpriority creditor's name and mailing address FCP 3222 East Washington Blvd Los Angeles, CA 90058	As of the petition filing date, the claim is: Check all that apply.	\$8,511.08
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		
3.32	Nonpriority creditor's name and mailing address Fone Gear 14726 Ramona Avenue Suite 208 Chino, CA 91710	As of the petition filing date, the claim is: Check all that apply.	\$403.60
	Date(s) debt was incurred _____	<input type="checkbox"/> Contingent	
	Last 4 digits of account number _____	<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
	Basis for the claim: _____		
	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes		

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)
Name _____		
3.33	Nonpriority creditor's name and mailing address Global Products P.O. Box 504617 Saint Louis, MO 63150-4617	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.34	Nonpriority creditor's name and mailing address Goodson Tool 156 Galewski Drive P.O. Box 847 Winona, MN 55987-0847	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.35	Nonpriority creditor's name and mailing address Hair Glove 120 S. Irwindale Avenue Unit A Azusa, CA 91702	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.36	Nonpriority creditor's name and mailing address Halo/CSE 5400 S. Westridge Drive P.O. Box 510941 New Berlin, WI 53151	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.37	Nonpriority creditor's name and mailing address HDDS 9885 Rockside Road Suite 100 Valley View, OH 44125	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.38	Nonpriority creditor's name and mailing address Humana Manhattan 9885 Rockside Road Suite 100 Valley View, OH 44125	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.39	Nonpriority creditor's name and mailing address J & J Powder 2805 Ebenezer Avenue Zion, IL 60099	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)
Name		
3.40	Nonpriority creditor's name and mailing address James Imaging 3375 Intertech Drive Brookfield, WI 53045	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.41	Nonpriority creditor's name and mailing address KST Kustoms 282 Murphy Industrial Blv Bremen, GA 30110	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.42	Nonpriority creditor's name and mailing address Kuryakyn 33150 Collection Ctr Dr. Chicago, IL 60693	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.43	Nonpriority creditor's name and mailing address Leather Accessories 9221 Irvine Boulevard Irvine, CA 92618	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.44	Nonpriority creditor's name and mailing address Main Gate P.O. Box 18751 Fairfield, OH 45018	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.45	Nonpriority creditor's name and mailing address Marque 6200 Millpond Road Madison, WI 53718	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.46	Nonpriority creditor's name and mailing address Med Ved P.O. Box 180642 Delafield, WI 53018	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	H2D Motorcycle Ventures, LLC Name	Case number (if known)
3.47	Nonpriority creditor's name and mailing address Meissenburg 11890 Montana Highway 83 Bigfork, MT 59911 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$1,889.75 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.48	Nonpriority creditor's name and mailing address Milwhd 11310 W. Silver Spring Ro Milwaukee, WI 53225 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$140.25 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.49	Nonpriority creditor's name and mailing address MMR Motors 11310 W. Silver Spring Rd Milwaukee, WI 53225 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$100,000.00 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.50	Nonpriority creditor's name and mailing address Mobile Mini P.O. Box 650882 Dallas, TX 75265 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$1,605.74 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.51	Nonpriority creditor's name and mailing address MPA 13700 Van Ness Avenue Gardena, CA 90249 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$484.08 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.52	Nonpriority creditor's name and mailing address MSF 2 Jenner, Suite 150 Irvine, CA 92618-3806 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$79.80 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.53	Nonpriority creditor's name and mailing address My Level P.O. Box 910182 Denver, CO 80291 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. \$1,330.07 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	H2D Motorcycle Ventures, LLC Name	Case number (if known)
3.54	Nonpriority creditor's name and mailing address Napa 5959 Collection Center Dr Chicago, IL 60693 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$122.79 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.55	Nonpriority creditor's name and mailing address Norscot 1000 W. Donges Bay Road Mequon, WI 53092 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$561.72 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.56	Nonpriority creditor's name and mailing address Nutopia 10125 S. 52nd Street Franklin, WI 53132 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$164.92 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.57	Nonpriority creditor's name and mailing address Parts Unlimited 3511 Kennedy Road PO Box 5222 Janesville, WI 53547 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$7,185.37 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.58	Nonpriority creditor's name and mailing address Picnic Time P.O. Box 7020 Brentwood, TN 37024 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$868.13 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.59	Nonpriority creditor's name and mailing address Pitney Bowes P.O. Box 371887 Pittsburgh, PA 15250-7887 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$2,102.80 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.60	Nonpriority creditor's name and mailing address Plastic Color 801 S. Acacia Avenue Fullerton, CA 92831 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. _____ \$1,465.59 <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)	
Name			
3.61	Nonpriority creditor's name and mailing address Port a John P.O. Box 694 Germantown, WI 53022	As of the petition filing date, the claim is: Check all that apply.	\$221.76
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
3.62	Nonpriority creditor's name and mailing address Premium Waters P.O. Box 9128 Minneapolis, MN 55480-9128	As of the petition filing date, the claim is: Check all that apply.	\$546.00
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
3.63	Nonpriority creditor's name and mailing address RK Stratman P.O. Box 840152 Kansas City, MO 64184-0152	As of the petition filing date, the claim is: Check all that apply.	\$8,425.54
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
3.64	Nonpriority creditor's name and mailing address S&S Cycle 4385 Solutions Center Chicago, IL 60677	As of the petition filing date, the claim is: Check all that apply.	\$55.97
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
3.65	Nonpriority creditor's name and mailing address S&S Industrial 740 N. Larch Avenue Elmhurst, IL 60126	As of the petition filing date, the claim is: Check all that apply.	\$250.28
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
3.66	Nonpriority creditor's name and mailing address SGI 3 University Plaza Suite 400 Hackensack, NJ 07601	As of the petition filing date, the claim is: Check all that apply.	\$5,198.83
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			
3.67	Nonpriority creditor's name and mailing address Smart Program/Akqur. 323 Washington Ave. North Minneapolis, MN 55401	As of the petition filing date, the claim is: Check all that apply.	\$1,518.89
<input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed			
Date(s) debt was incurred _____			
Last 4 digits of account number _____			
Basis for the claim: _____			
Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes			

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)	
Name			
3.68	Nonpriority creditor's name and mailing address Stance 740 N Larch Avenue Elmhurst, IL 60126	As of the petition filing date, the claim is: Check all that apply.	\$1,104.00
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.69	Nonpriority creditor's name and mailing address Stoffel Equipment PO Box 337 Waukesha, WI 53187	As of the petition filing date, the claim is: Check all that apply.	\$406.74
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.70	Nonpriority creditor's name and mailing address Suburban HD 139 N. Main Street Thiensville, WI 53092	As of the petition filing date, the claim is: Check all that apply.	\$1,147.74
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.71	Nonpriority creditor's name and mailing address Super Shox 20 North Slussier Street Grayslake, IL 60030	As of the petition filing date, the claim is: Check all that apply.	\$3,912.45
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.72	Nonpriority creditor's name and mailing address Tervis P.O. Box 530018 Atlanta, GA 30353	As of the petition filing date, the claim is: Check all that apply.	\$760.50
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.73	Nonpriority creditor's name and mailing address Teutberg 12200 West Wirth Street Milwaukee, WI 53222	As of the petition filing date, the claim is: Check all that apply.	\$0.00
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	
3.74	Nonpriority creditor's name and mailing address That's a Wrap 4617 Dovetail Drive Suite 6 Madison, WI 53704	As of the petition filing date, the claim is: Check all that apply.	\$527.76
		<input type="checkbox"/> Contingent	
		<input type="checkbox"/> Unliquidated	
		<input type="checkbox"/> Disputed	
Date(s) debt was incurred _____		Basis for the claim: _____	
Last 4 digits of account number _____		Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)	
Name			
3.75	Nonpriority creditor's name and mailing address Toepfer Security 2215 Corporate Drive Waukesha, WI 53189	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$246.99
3.76	Nonpriority creditor's name and mailing address Tucker 3048 Paysphere Circle Chicago, IL 60674	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$117.08
3.77	Nonpriority creditor's name and mailing address UHC PO Box 94017 Palatine, IL 60094	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$5,581.18
3.78	Nonpriority creditor's name and mailing address UKES HD 5995 120th Avenue Kenosha, WI 53144	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,051.59
3.79	Nonpriority creditor's name and mailing address Uline P.O. Box 88741 Chicago, IL 60680	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,060.82
3.80	Nonpriority creditor's name and mailing address United Radio 5705 Enterprise Parkway East Syracuse, NY 13057	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$183.00
3.81	Nonpriority creditor's name and mailing address UPS 5705 Enterprise Parkway East Syracuse, NY 13057	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,025.71

Debtor	H2D Motorcycle Ventures, LLC	Case number (if known)
Name		
3.82	Nonpriority creditor's name and mailing address UPS Freight 28013 Network Place Chicago, IL 60673-1280	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.83	Nonpriority creditor's name and mailing address Vance and Hines 13861 Rosencrans Avenue Santa Fe Springs, CA 90670	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.84	Nonpriority creditor's name and mailing address Vintage Parts 1005 Green Valley Road Beaver Dam, WI 53916	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.85	Nonpriority creditor's name and mailing address Waste Management P.O. Box 4648 Carol Stream, IL 60197	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.86	Nonpriority creditor's name and mailing address Weld Specialty PO Box 241460 Milwaukee, WI 53224-9033	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.87	Nonpriority creditor's name and mailing address WIS HD 1280 Blue Ribbon Drive Oconomowoc, WI 53066	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
3.88	Nonpriority creditor's name and mailing address Wiscon HDC-MC 1280 Blue Ribbon Drive Oconomowoc, WI 53066	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Basis for the claim: _____
	Last 4 digits of account number _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes

Debtor	H2D Motorcycle Ventures, LLC Name	Case number (if known)
3.89	Nonpriority creditor's name and mailing address Wisconsin HA	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
	Last 4 digits of account number _____	Basis for the claim: _____
3.90	Nonpriority creditor's name and mailing address Wolverine 2063 S 116th Street Milwaukee, WI 53227	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed
	Date(s) debt was incurred _____	Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes
	Last 4 digits of account number _____	Basis for the claim: _____

Part 3: List Others to Be Notified About Unsecured Claims

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1 Stephen Dietrich, Esq. Greenberg Traurig 1200 17th Street Suite 2400 Denver, CO 80202	Line <u>3.12</u> <input type="checkbox"/> Not listed. Explain _____	-

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1
5b. Total claims from Part 2

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c.

Total of claim amounts		
5a.	\$	<u>0.00</u>
5b.	+	<u>1,014,136.39</u>
5c.	\$	<u>1,014,136.39</u>

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

Yes. Fill in all of the information below even if the contacts of leases are listed on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest

Lease for business premises
1925 S. Moorland Rd,
New Berlin, WI 53151

State the term remaining

17 years

CAR BRD WI BERLIN LLC
8270 Greensboro Drive
Suite 950
Mc Lean, VA 22102

List the contract number of any government contract

2.2. State what the contract or lease is for and the nature of the debtor's interest

Motorcycle Dealer Contract

State the term remaining

Thru 12/31/19

Harley-Davidson Motor Co
3700 W. Juneau Avenue
Milwaukee, WI 53208

List the contract number of any government contract

2.3. State what the contract or lease is for and the nature of the debtor's interest

Management Agreement

State the term remaining

List the contract number of any government contract

Windy City HarleyDavidson

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.

Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

	Name	Mailing Address	Name	Check all schedules that apply:
2.1	JHD Holdings, Inc.		Byline Bank	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.2	Sara Pomeroy		Byline Bank	<input checked="" type="checkbox"/> D <u>2.1</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.3	Sara Pomeroy		Harley-Davidson Credit	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Fill in this information to identify the case:

Debtor name **H2D Motorcycle Ventures, LLC**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2019 to Filing Date

Operating a business
 Other _____

\$4,095,425.45

For prior year:
From 1/01/2018 to 12/31/2018

Operating a business
 Other _____

\$18,050,636.48

For year before that:
From 1/01/2017 to 12/31/2017

Operating a business
 Other _____

\$15,668,478.79

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from
each source
(before deductions and
exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

Debtor H2D Motorcycle Ventures, LLC

Case number (if known) _____

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. To be provided		\$0.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

 None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
--	-------	-----------------------	---------------------------------

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

 None

Creditor's name and address	Describe of the Property	Date	Value of property
-----------------------------	--------------------------	------	-------------------

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

 None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
-----------------------------	---	-----------------------	--------

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

 None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Harley-Davidson Credit Corp. v. JHD Holdings, Inc., Et Al. 19-cv-155		US District Court, West Dist of Wisc	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

 None**Part 4: Certain Gifts and Charitable Contributions****9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

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Best Case Bankruptcy

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	---	-------------	-------

Part 5: Certain Losses

10. All losses from fire, theft, or other casualty within 1 year before filing this case.

 None

Description of the property lost and how the loss occurred	Amount of payments received for the loss If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.	Dates of loss	Value of property lost List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).
--	--	---------------	---

Part 6: Certain Payments or Transfers

11. Payments related to bankruptcy

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

 None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1. Rattet PLLC		5/29/19	\$24,000.00

Email or website address

Who made the payment, if not debtor?

11.2. Rattet PLLC 202 Mamaroneck Avenue Suite 202 White Plains, NY 10601		July 9, 2019	\$51,000.00
---	--	--------------	-------------

Email or website address

Who made the payment, if not debtor?

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

 None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
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13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within Official Form 207
Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

page 3

both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
-----------------------------------	---	---------------------------	--------------------------

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Address	Dates of occupancy From-To
---------	-------------------------------

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

No. Go to Part 9.

Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
---------------------------	---	---

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

No.

Yes. State the nature of the information collected and retained.

Customer phone numbers, addresses and email

Does the debtor have a privacy policy about that information?

No

Yes

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

No. Go to Part 10.

Yes. Does the debtor serve as plan administrator?

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
---	------------------------------------	----------------------------------	---	---

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
---	--	-----------------------------	-----------------------

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
---------------------------	-----------------------------------	-----------------------------	-----------------------

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No.
 Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No.
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

No.
 Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
------------------------------	---	------------------------------------	-----------------------

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
------------------------------	--	---

Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address	Date of service From-To
-------------------------	------------------------------------

26a.1. **Baker Tilly Virchow Krause, LLP**

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address	If any books of account and records are unavailable, explain why
-------------------------	---

26c.1. **Debtor-on premises**

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
--	--------------------------	---

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name	Address	Position and nature of any interest	% of interest, if any
-------------	----------------	--	------------------------------

Eric Pomeroy

CEO

Debtor H2D Motorcycle Ventures, LLC Case number (*if known*) _____

Name	Address	Position and nature of any interest	% of interest, if any
Sara Pomeroy		Managing Member	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- No
 Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Eric Pomeroy	50,000		
Relationship to debtor			
CEO			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
 Yes. Identify below.

Name of the parent corporation	Employer identification number of the parent corporation
--------------------------------	--

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
 Yes. Identify below.

Name of the pension fund	Employer identification number of the parent corporation
--------------------------	--

Debtor H2D Motorcycle Ventures, LLC

Case number (*if known*) _____

Part 14: Signature and Declaration

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.**

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 15, 2019

/s/ Eric Pomeroy
Signature of individual signing on behalf of the debtor

/s/ Eric Pomeroy
Printed name

Position or relationship to debtor CEO

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy (Official Form 207)* attached?

- No
 Yes

United States Bankruptcy Court
Eastern District of Wisconsin

In re H2D Motorcycle Ventures, LLC

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept	\$ <u>75,000.00</u>
Prior to the filing of this statement I have received	\$ <u>75,000.00</u>
Balance Due	\$ <u>0.00</u>

2. The source of the compensation paid to me was:

Debtor Other (specify):

3. The source of compensation to be paid to me is:

Debtor Other (specify):

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - d. [Other provisions as needed]
- Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.**

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

July 15, 2019

Date

/s/ Robert L. Rattet

Robert L. Rattet 1674118

Signature of Attorney

Rattet PLLC

202 Mamaroneck Avenue

Suite 300

White Plains, NY 10601

+1-914-381-7400 Fax: +1-914-381-7406

rrattet@rattetlaw.com

Name of law firm

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re H2D Motorcycle Ventures, LLC

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Sara Pomeroy		100%	membership

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the **CEO** of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 15 2019

Signature /s/ Eric Pomeroy
Eric Pomeroy

Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re H2D Motorcycle Ventures, LLC

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) or attorney for the debtor(s) hereby verify that the attached matrix (list of creditors) is true and correct to the best of their knowledge.

Date: July 15, 2019

/s/ Eric Pomeroy

Eric Pomeroy/CEO
Signer/Title

Date: July 15, 2019

/s/ Robert L. Rattet

Signature of Attorney
Robert L. Rattet 1674118
Rattet PLLC
202 Mamaroneck Avenue
Suite 300
White Plains, NY 10601
+1-914-381-7400 Fax: +1-914-381-7406

Ace Product
15360 Watertown Plank Roa
Elm Grove, WI 53122

ALSCO
P.O. Box 26737
Milwaukee, WI 53226-0737

American Accessories
20382 Hermana Circle
Irvine, CA 92618

AQUA
P.O. Box 844803
Los Angeles, CA 90084-4803

ARAMARK
25259 Network Place
Chicago, IL 60673

AREA RENTAL
16205 W. Rogers Drive
New Berlin, WI 53151

ATIS ELEVATOR INSPECTIONS
1002 Courtaulds
Unit C
Woodstock, IL 60098

BAKER TILLY
P.O. Box 78975
Milwaukee, WI 53278-8975

BMI
P.O. Box 630893
Cincinnati, OH 45263-0893

Bravado
245 Fifth Avenue, 8th FL
New York, NY 10016

BW Designs
202 Moravian Valley Road
Waunakee, WI 53597

Byline Bank
500 W. Elm Grove Road
Suite 104
Elm Grove, WI 53122

Capital Automotive
Real Estate Services
8484 West Park Drive
Suite 200
Mc Lean, VA 22102

CAR BRD WI BERLIN LLC
8270 Greensboro Drive
Suite 950
Mc Lean, VA 22102

CAR BRD WI JANE LLC
8270 Greensboro Dr
Suite 950
Mc Lean, VA 22102

Ciro
1310 Gateway Circle
Hudson, WI 54016

Citizens Watch
P.O. Box 36138
Newark, NJ 07188

City of New Berlin
3805 Casper Drive
New Berlin, WI 53151

Close Publications
N50 W25172 William Drive
Pewaukee, WI 53072

Coastal Pet
P.O. Box 863628
Orlando, FL 32886

Cometic Gasket
809 Auburn Road
Painesville, OH 44077

Complete Office
P.O. Box 640
Germantown, WI 53022

Culligan
Dept. 8501
P.O. Box 77043
Minneapolis, MN 55480

Cycle Care
P.O. Box 954325
Saint Louis, MO 63195-4325

Dan Fleming, Esq.
Wong Fleming
821 Alexander Rd
Suite 200
Princeton, NJ 08540

Daniel Habeck, Esq.
Cramer, Multhauf & Hames,
1601 E. Racine Ave.
Suite 200
Waukesha, WI 53186

Dart World
140 Linwood Street
Lynn, MA 01905

Date Co.
10125 South 52nd Street
Franklin, WI 53132

Davians
16300 W. Silver Spring Dr
Menomonee Falls, WI 53051

Dealertrack

Diversified
W186 S9038 Cardinal Drive
Muskego, WI 53150

Elead
P.O. Box 2585
Valdosta, GA

Express
P.O. Box 532
Oak Creek, WI 53154

Fastenal
P.O. Box 978
Winona, MN 55987-0978

FCP
3222 East Washington Blvd
Los Angeles, CA 90058

Foley & Lardner LLP
Robert F. Howell Esq.
150 East Gilman Street
Madison, WI 53703-1482

Fone Gear
14726 Ramona Avenue
Suite 208
Chino, CA 91710

Global Products
P.O. Box 504617
Saint Louis, MO 63150-4617

Goodson Tool
156 Galewski Drive
P.O. Box 847
Winona, MN 55987-0847

Hair Glove
120 S. Irwindale Avenue
Unit A
Azusa, CA 91702

Halo/CSE
5400 S. Westridge Drive
P.O. Box 510941
New Berlin, WI 53151

Harley-Davidson Credit
1801 Alma Dr, Suite 200
Plano, TX 75075

Harley-Davidson Motor Co
3700 W. Juneau Avenue
Milwaukee, WI 53208

HDDS
9885 Rockside Road
Suite 100
Valley View, OH 44125

Hewlett-Packard Financial
200 Connell Drive
Berkeley Heights, NJ 07922

Humana Manhatten
9885 Rockside Road
Suite 100
Valley View, OH 44125

J & J Powder
2805 Ebenezer Avenue
Zion, IL 60099

James Imaging
3375 Intertech Drive
Brookfield, WI 53045

KST Kustoms
282 Murphy Industrial Blv
Bremen, GA 30110

Kuryakyn
33150 Collection Ctr Dr.
Chicago, IL 60693

Leather Accesseries
9221 Irvine Boulevard
Irvine, CA 92618

Main Gate
P.O. Box 18751
Fairfield, OH 45018

Marque
6200 Millpond Road
Madison, WI 53718

Med Ved
P.O. Box 180642
Delafield, WI 53018

Meissenburg
11890 Montana Highway 83
Bigfork, MT 59911

Milwhd
11310 W. Silver Spring Ro
Milwaukee, WI 53225

MMR Motors
11310 W. Silver Spring Rd
Milwaukee, WI 53225

Mobile Mini
P.O. Box 650882
Dallas, TX 75265

MPA
13700 Van Ness Avenue
Gardena, CA 90249

MSF
2 Jenner, Suite 150
Irvine, CA 92618-3806

My Level
P.O. Box 910182
Denver, CO 80291

Napa
5959 Collection Center Dr
Chicago, IL 60693

Norscot
1000 W. Donges Bay Road
Mequon, WI 53092

Nutopia
10125 S. 52nd Street
Franklin, WI 53132

Parts Unlimited
3511 Kennedy Road
PO Box 5222
Janesville, WI 53547

Picnic Time
P.O. Box 7020
Brentwood, TN 37024

Pitney Bowes
P.O. Box 371887
Pittsburgh, PA 15250-7887

Plastic Color
801 S. Acacia Avenue
Fullerton, CA 92831

Port a John
P.O. Box 694
Germantown, WI 53022

Premium Waters
P.O. Box 9128
Minneapolis, MN 55480-9128

RK Stratman
P.O. Box 840152
Kansas City, MO 64184-0152

S&S Cycle
4385 Solutions Center
Chicago, IL 60677

S&S Industrial
740 N. Larch Avenue
Elmhurst, IL 60126

SGI
3 Univeristy Plaza
Suite 400
Hackensack, NJ 07601

Smart Program/Akqur.
323 Washington Ave. North
Minneapolis, MN 55401

Stance
740 N Larch Avenue
Elmhurst, IL 60126

Stephen Dietrich, Esq.
Greenberg Traurig
1200 17th Street
Suite 2400
Denver, CO 80202

Stoffel Equipment
PO Box 337
Waukesha, WI 53187

Suburban HD
139 N. Main Street
Thiensville, WI 53092

Super Shox
20 North Slussier Street
Grayslake, IL 60030

Tervis
P.O. Box 530018
Atlanta, GA 30353

Teutberg
12200 West Wirth Street
Milwaukee, WI 53222

That's a Wrap
4617 Dovetail Drive
Suite 6
Madison, WI 53704

Toepfer Security
2215 Corporate Drive
Waukesha, WI 53189

Tucker
3048 Paysphere Circle
Chicago, IL 60674

UHC
PO Box 94017
Palatine, IL 60094

UKES HD
5995 120th Avenue
Kenosha, WI 53144

Uline
P.O. Box 88741
Chicago, IL 60680

United Radio
5705 Enterprise Parkway
East Syracuse, NY 13057

UPS
5705 Enterprise Parkway
East Syracuse, NY 13057

UPS Freight
28013 Network Place
Chicago, IL 60673-1280

Vance and Hines
13861 Rosencrans Avenue
Santa Fe Springs, CA 90670

Vintage Parts
1005 Green Valley Road
Beaver Dam, WI 53916

Waste Management
P.O. Box 4648
Carol Stream, IL 60197

Weld Specialty
PO Box 241460
Milwaukee, WI 53224-9033

WIS HD
1280 Blue Ribbon Drive
Oconomowoc, WI 53066

Wiscon HDC-MC
1280 Blue Ribbon Drive
Oconomowoc, WI 53066

Wisconsin HA

Wolverine
2063 S 116th Street
Milwaukee, WI 53227

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re **H2D Motorcycle Ventures, LLC**

Debtor(s)

Case No.
Chapter

11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Eric Pomeroy**, declare under penalty of perjury that I am the **CEO of H2D Motorcycle Ventures, LLC**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the 28th day of May, 2019.

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Eric Pomeroy**, CEO of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Eric Pomeroy**, CEO of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Eric Pomeroy**, CEO of this Corporation is authorized and directed to employ **Robert L. Rattet 1674118**, attorney and the law firm of **Rattet PLLC** to represent the corporation in such bankruptcy case."

Date **July 15, 2019**

Signed /s/ Eric Pomeroy
Eric Pomeroy

**Resolution of Board of Directors
of
H2D Motorcycle Ventures, LLC**

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Eric Pomeroy, CEO** of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Eric Pomeroy, CEO** of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Eric Pomeroy, CEO** of this Corporation is authorized and directed to employ **Robert L. Rattet 1674118**, attorney and the law firm of **Rattet PLLC** to represent the corporation in such bankruptcy case.

Date July 15, 2019

Signed /s/ Eric Pomeroy
Eric Pomeroy

Date _____

Signed _____

United States Bankruptcy Court
Eastern District of Wisconsin

In re H2D Motorcycle Ventures, LLC

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for H2D Motorcycle Ventures, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

None [*Check if applicable*]

July 15, 2019

Date

/s/ Robert L. Rattet

Robert L. Rattet 1674118

Signature of Attorney or Litigant
Counsel for H2D Motorcycle Ventures, LLC
Rattet PLLC

202 Mamaroneck Avenue
Suite 300
White Plains, NY 10601
+1-914-381-7400 Fax:+1-914-381-7406
rrattet@rattetlaw.com